

assail it, it is holden that these Statutes extend to creditors, and to *all others*,² who have any cause of action or suit or any penalty or forfeiture either to the State or the citizen, and render invalid all fraudulent conveyances as well against prior as, in some instances, against subsequent creditors.

Personal property—Vendor in possession—Bill of sale.—In Twyne's case, 3 Rep. 80, which is still a most instructive case on the subject, where Twyne, being a creditor of Pierce to an amount exceeding the value of the property in question, purchased the goods in satisfaction of his debt by an agreement in writing, but permitted them to remain in possession of the debtor, the transaction was avoided on this ground mainly as fraudulent against another creditor, it being inferred from the continuing possession of the debtor that the sale was made on a secret trust, that the purchaser should deal more favorably with the grantor. But by the Code, Art. 24, sec. 39,³ which is a codification of the Act of 1729, ch. 8, secs. 5 & 6, and 1856, ch. 154, ch. 123, it is provided that no personal property of any description whatever, whereof the vendor, mortgagor or donor shall remain in possession, shall pass, alter, or change, or any property thereof be transferred to any purchaser, mortgagee, or donee, unless by bill of sale or mortgage acknowledged and recorded as therein provided, but nothing therein shall be construed to extend to any sale or gift where the same is accompanied by delivery, nor to invalidate such transfer as between the parties thereto. The 41st⁴ section provides that such bill of sale shall **381** *be sufficient in form, if it contain the names of the parties, the consideration, a description of the property conveyed, and be signed and sealed by the vendor and dated. The 44th⁵ section requires the acknowledgment to be made, if within this State, before any one justice of the peace, or judge of the Orphans Court of the County or City in which the vendor resides, or by sec. 45⁶ it may be acknowledged out of the State before any officer authorized to take acknowledgments of deeds. By sec. 46,⁷ bills of sale must be recorded in the County or City where the vendor

² See note 65 *infra*.

³ Code 1911, Art. 21, sec. 43.

⁴ Code 1911, Art. 21, sec. 44.

⁵ Amended by the Acts of 1878, ch. 139, and 1892, ch. 663, so as to read as follows: "A bill of sale or chattel mortgage, if acknowledged within this State, may be acknowledged before any officer authorized to take acknowledgments of deeds within this State in the same manner as deeds are acknowledged, or acknowledged as certified." Code 1911, Art. 21, sec. 45.

⁶ Code 1911, Art. 21, sec. 46.

⁷ Amended by the Act of 1888, ch. 464, which added the following sentence: "If the vendor or donor resides out of the State, and the personal property conveyed by such bill of sale is located in this State, then such bill of sale shall be recorded in the county where such property is located, or in Baltimore city, if it be located in said city, within twenty days from the date of such bill of sale." Code 1911, Art. 21, sec. 47.